

RECORDATION NO. 28098 FILED

DEC 22 '09 -8 30 AM

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, NW
SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

SURFACE TRANSPORTATION BOARD

December 22, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Railcar Lease Agreement, dated as of December 15, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: TCF Equipment Finance, Inc
11100 Wayzata Blvd # 801
Minnetonka, MN 55305

Lessee: Strata Corporation
P.O. Box 13500
Grand Forks, ND 58203

Section Chief
December 22, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

40 railcars: BGSX 122360 - BGSX 122399 (previously marked within the series CHTT 500212 - CHTT 500689 as more particularly set forth in the attachment to the document).

A short summary of the document to appear in the index follows.

Memorandum of Railcar Lease Agreement.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Alvord", with a long horizontal stroke extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

RECORDATION NO. 28098 FILED

DEC 22 '09 -8 30 AM

SURFACE TRANSPORTATION BOARD

MEMORANDUM OF RAILCAR LEASE AGREEMENT

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of December 15, 2009 by and between TCF Equipment Finance, Inc., a Minnesota Corporation ("Lessor") and Strata Corporation, a North Dakota Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Lease Agreement dated December 15, 2009 between Lessor and Lessee (hereinafter referred to as the "Lease").
2. Pursuant to Schedule No. 001-0005145-104 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the Forty (40) railcars bearing the reporting marks and road numbers indicated on Exhibit A hereto, all as more particularly described in the Lease
3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written

Lessor: TCF Equipment Finance, Inc.

By

Its

Bradley C. Gunstad
EXECUTIVE VICE PRESIDENT

Lessee: Strata Corporation

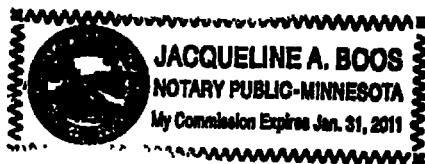
By

Its James R. Bradshaw, President

STATE OF MINNESOTA, COUNTY OF HENNEPIN, TO WIT:

On this 18th day of December 2009, before me personally appeared to me personally known, who being by me duly sworn, says that he/she is a Executive Vice President of TCF Equipment Finance, Inc., a Minnesota corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Witness my hand
and Official Seal:



Jacqueline A Boos
Notary Public

My Commission expires. 1-31-2011

STATE OF North Dakota, COUNTY OF Grand Forks TO WIT:

On this 17 day of Dec 2009, before me personally appeared James R Bradshaw to me personally known, who being by me duly sworn, says that he is the President of Strata Corporation, a North Dakota corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Witness my hand
and Official Seal:

Michele Leddige
Notary Public

My Commission expires

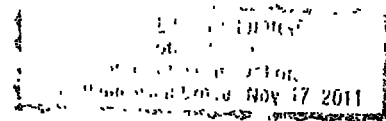


Exhibit A

Forty (40) Used 100 Ton, 3610 C.F., Open Top Rotary Dump Hopper Cars Bearing the following reporting Marks and Numbers.

CHTT to BGSX

Old	Marking	New	Marking
CHTT	500212	BGSX	122360
CHTT	500230	BGSX	122361
CHTT	500241	BGSX	122362
CHTT	500297	BGSX	122363
CHTT	500305	BGSX	122364
CHTT	500327	BGSX	122365
CHTT	500337	BGSX	122366
CHTT	500343	BGSX	122367
CHTT	500370	BGSX	122368
CHTT	500388	BGSX	122369
CHTT	500399	BGSX	122370
CHTT	500448	BGSX	122371
CHTT	500458	BGSX	122372
CHTT	500531	BGSX	122373
CHTT	500585	BGSX	122374
CHTT	500573	BGSX	122375
CHTT	500574	BGSX	122376
CHTT	500593	BGSX	122377
CHTT	500608	BGSX	122378
CHTT	500630	BGSX	122379
CHTT	500654	BGSX	122380
CHTT	500661	BGSX	122381
CHTT	500677	BGSX	122382
CHTT	500699	BGSX	122383
CHTT	500260	BGSX	122384
CHTT	500282	BGSX	122385
CHTT	500361	BGSX	122386
CHTT	500380	BGSX	122387
CHTT	500422	BGSX	122388
CHTT	500456	BGSX	122389
CHTT	500463	BGSX	122390
CHTT	500466	BGSX	122391
CHTT	500467	BGSX	122392
CHTT	500484	BGSX	122393
CHTT	500514	BGSX	122394
CHTT	500563	BGSX	122395
CHTT	500578	BGSX	122396
CHTT	500611	BGSX	122397
CHTT	500623	BGSX	122398
CHTT	500689	BGSX	122399

EXHIBIT A Page 1 of 1

LEASE NO 001-0005145-164

LESSEE INITIAL 

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated

12/22/09



Robert W. Alvord